

# EXHIBIT A

WACHTELL, LIPTON, ROSEN & KATZ

MARTIN LIPTON  
HERBERT H. WACHTELL  
BERNARD W. NUSSBAUM  
RICHARD D. KATCHER  
PETER G. CANELLOS  
ALLAN A. MARTIN  
LAWRENCE B. PEDOWITZ  
ROBERT S. MAJUR  
PAUL VISCAROVICO, JR.  
PETER C. HEIN  
HAROLD B. NOVIKOFF  
DAVID M. CINNAMON  
KENNETH P. FORMEST  
MEYER S. ROPLOW  
THEODORE N. MURVIS  
EDWARD D. HERLIHY  
DANIEL A. NEFF  
ERIC H. ROTH  
WARREN R. STERN  
ANDREW R. BROWNSTEIN  
MICHAEL H. BYOMITZ  
PAUL K. RÖWE  
MICHAEL S. PERNER  
MARC WOLINSKY  
DAVID GRÜNSTEIN  
PATRICIA A. VLAMARIS  
STEPHEN S. BILLMAN  
STEVEN A. ROSENBLUM  
PAMELA S. SEYMON  
STEPHANIE J. BELLMAN  
ERIC R. ROBINSON  
JOHN F. SAVARÉSE  
SCOTT M. CHARLES  
ANDREW Q. HOUSTON  
PHILIP MIDLIN  
DAVID S. NEILL  
JUDI J. SCHWARTZ  
ADAM G. CHIMERIC

CRAIG H. WASSERMAN  
ADAM D. CHINN  
GEORGE T. CONWAY III  
RALPH H. LEVINE  
RICHARD G. HABON  
KAREN S. KRUGER  
DOUGLAS R. MAYER  
DAVID M. SILK  
ROBIN PANOVKA  
DAVID A. KATZ  
MITCHELL B. PRESSER  
ILANA ANNALE GOTTA  
JEFFREY E. BOFFA  
DAVID M. MURPHY  
JEFFREY M. WINTRICH  
TREVOR B. NORWITZ  
BEN H. GERMANA  
ANDREW J. NUSSBAUM  
MICHAEL S. KATZKE  
RACHELLE SILVERBERG  
DAVID C. BRYAN  
STEVEN A. COHEN  
GAVIN D. BOLOTAN  
DEBORAH L. PAUL  
DAVID C. KARP  
RICHARD K. RIM  
JOSHUA R. CAMMAHER  
MARK GORDON  
JOSEPH D. LARSON  
LAWRENCE S. MAKOW  
JAREC M. RUEMAN  
JEANNEMARIE O'BRIEN  
WAYNE M. CARLIN  
JAMES COLE, JR.  
STEPHEN R. BIPRIMA  
NICHOLAS G. DEMMO  
INER KIPPER  
JONATHAN H. MOSCZ

51 WEST 52ND STREET  
NEW YORK, N.Y. 10019-6160  
TELEPHONE: (212) 403-1000  
FACSIMILE: (212) 403-2000

GEORGE A. KATZ (1969-1999)  
JAMES H. FOGELSON (1987-1991)

OF COUNSEL

WILLIAM T. ALLEN      LEONARD H. ROSEN  
THEODORE GOWERTZ      MICHAEL W. SCHWARTZ  
THEODORE A. LEVINE      ELLIOTT V. STEIN  
NORMAN WEILICH      J. BRYAN WHITWORTH  
JOHN M. RICHMAN      AMY R. WOLF

COUNSEL

ADRIENNE ATKINSON      LAWRENCE A. PASINI  
ANDREW J.H. CHEUNG      ADAM J. SHAPIRO  
PAMELA EHRENKRANZ

J. AUSTIN LYONS  
LORI S. SHERMAN  
PAULA H. GORDON  
T. EIKO STANGE  
DAVID A. SCHWARTZ  
JED I. BERGMAN  
MICHAEL A. CHARISH  
DAMIAN G. DIOPEN  
JOHN F. LYNCH  
ERIC M. KOSEF  
WILLIAM SAYITT  
MARTIN J.E. ARMS  
BENJAMIN D. FAICKLER  
ISRAEL FRIEDMAN  
DIMITRI JOFFE  
ROY J. KATZOVICH  
ROBERT J. LUBICIC  
GREGORY E. OSTLING  
JONATHAN E. PICKHARDT  
GREGORY N. RACE  
EDWARD J.W. BLATNIK  
BENJAMIN S. BURMAN  
NELSON G. FITTS  
JEFFREY C. FOURMAUX  
MICHAEL GAT  
JEREMY L. GOLDSTEIN  
MAURA H. GROSSMAN  
JOSHUA H. HOLMES  
JOSEPH A. HUNN  
DAVID E. SHAPIRO  
ANTE YUCIC  
IAN BOOCZO  
MATTHEW M. GUEST  
WILLIAM R. MARKER  
DAVID E. KAKAM  
MARK A. KOENIG  
DAVID H. LAM  
KENNETH H. LEE  
LAURA E. MUÑOZ  
MICHAEL S. WINograd  
FORREST S. ALGONA

JAMES R. LEVINE  
GORDON M. MEAD  
SAMUEL J. MARCOFF  
DANIELLE L. ROSE  
BENJAMIN H. ROTH  
ROBIN H. WALL  
DAVID H. ADLERSTEIN  
SHIR BEN-TSIHAI  
ANATOLY BODNAR  
JOSHUA D. BLANK  
JOSHUA A. FELTMAN  
JONATHAN H. GORDON  
CHETAN GUJALI  
ADAH HICKEY  
MARGARET ISA  
ANDREW S. JACOBS  
EMIL A. KLEINHAUS  
CHI T. STEVE KWOK  
JASON H. LYNCH  
HEATHER L. MAHAN  
DEBORAH MARTINEZ  
WILLIAM E. SCHIFFER  
DAVID S. SILVA  
KRISHNA VEERADACHAVAN  
ADRI G. WALDMAN  
B. UMUT ERGUN  
KRISTELIA A. GARCIA  
ANNIE H. JEONG  
SARAH S. JOHNSON  
MICHAEL KRASHOVSKY  
SARAH A. LEWIS  
YELENA LUNGIN  
SARAH FERN NEIL  
BRIANETTE B. MOHIT  
ALISON L. PLESSMAN  
ABRAM H. BOGOLAK  
BRIAN E. MEMLI  
SCOTT B. LUFTGLASS  
PAUL S. MIRKIN  
KEVIN OTTER

December 19, 2005

Alicia M. Leonhard, Esq.  
Office of United States Trustee  
33 Whitehall Street, Suite 2100  
New York, NY 10004

Re: Delphi Corporation

Dear Ms. Leonhard:

As you may be aware, we represent Capital Research and Management Company in the Chapter 11 cases of Delphi Corporation and its affiliates. Cap Re is co-chair of the Delphi Unsecured Creditors' Committee and, to our knowledge, is Delphi's largest funded debt creditor.

I am writing in response to correspondence you received at the end of last week from the Brown Rudnick firm on behalf of Law Debenture Trust Company of New York, wherein Law Debenture incorrectly alleges that Cap Re has sold (or is in the process of selling) its interests in the Delphi Subordinated Notes and that, accordingly, the Committee no longer will have any members who are Subordinated Noteholders.

Attached for your reference is the Notice of Status as a Substantial Claimholder that Cap Re filed with the Bankruptcy Court on or about November 11, 2005. Cap Re advises me that it has not sold any of the \$529,931,045 in principal amount of securities reflected in such Notice (including the preferred securities and associated Subordinated Notes) and is not in the process of doing so.

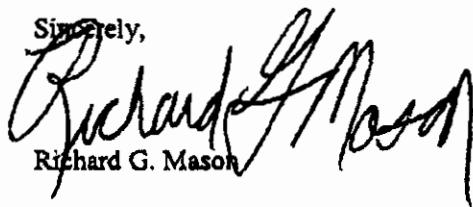
WACHTELL, LIPTON, ROSEN & KATZ

Alicia M. Leonhard, Esq.  
December 19, 2005  
Page 2

In the future, we hope that Law Debenture and its counsel will contact us to ascertain the facts before making baseless assertions about Cap Re in letters to your office. This would certainly save the other parties a lot of otherwise-wasted time and energy.

If you have any questions about this letter or the attachment, please do not hesitate to call me.

Best regards.

Sincerely,  
  
Richard G. Mason

cc: Robert J. Stark, Esq.  
John Wm. Butler, Jr., Esq.  
Mitchell Seider, Esq.  
David Daigle  
Kristine Nishiyama, Esq.  
Emil Kleinhaus, Esq.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re :  
DELPHI CORPORATION, et al. : Chapter 11  
Debtors. : Case No. 05-44481 (RDD)  
: (Jointly Administered)

NOTICE OF STATUS AS A SUBSTANTIAL CLAIMHOLDER<sup>1</sup>

PLEASE TAKE NOTICE that certain mutual funds advised by Capital Research and Management Company is or may be a Substantial Claimholder with respect to claims against Delphi Corporation ("Delphi") or any of the 38 subsidiaries<sup>2</sup>, and affiliates of Delphi ("Affiliate Debtors"), debtors and debtors-in-possession in Case No. 05-44481 (RDD), pending in the United States Bankruptcy Court for the Southern District of New York.

<sup>1</sup> For purposes of this Notice: (i) a "Substantial Claimholder" is any person or entity that beneficially owns an aggregate principal amount of claims against the debtors equal to or exceeding \$100,000,000 or any controlled entity through which a Substantial Claimholder beneficially owns an indirect interest in claims against the Debtors, (ii) "beneficial ownership" of claims includes direct and indirect ownership (e.g., a holding company would be considered to beneficially own all shares owned or acquired by its subsidiaries), ownership by family members and any group of persons acting pursuant to a formal or informal understanding to make a coordinated acquisition of claims, and ownership of claims which such holder has an option to acquire, and (iii) an "option to acquire claims" includes any contingent purchase, put, contract to acquire a claim(s) or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

<sup>2</sup> The 38 subsidiaries are: ASEC Manufacturing General Partnership, ASEC Sales General Partnership, Aspire, Inc., Delco Electronics Overseas Corporation, Delphi Automotive Systems (Holding), Inc., Delphi Automotive Systems Global (Holding), Inc., Delphi Automotive Systems Human Resources LLC, Delphi Automotive Systems International, Inc., Delphi Automotive Systems Korea, Inc., Delphi Automotive Systems LLC, Delphi Automotive Systems Overseas Corporation, Delphi Automotive Systems Risk Management Corp., Delphi Automotive Systems Services LLC, Delphi Automotive Systems Tennessee, Inc., Delphi Automotive Systems Thailand, Inc., Delphi China LLC, Delphi Connection Systems, Delphi Diesel Systems Corp., Delphi Electronics (Holding) LLC, Delphi Foreign Sales Corporation, Delphi Integrated Service Solutions, Inc., Delphi International Holdings Corp., Delphi International Services, Inc., Delphi Liquidation Holding Company, Delphi LLC, Delphi Mechatronic Systems, Inc., Delphi Medical Systems Colorado Corporation, Delphi Medical Systems Corporation, Delphi Medical Systems Texas Corporation, Delphi NY Holdings Corporation, Delphi Services Holding Corporation, Delphi Technologies, Inc., DREAL, Inc., Environmental Catalysts, LLC, Exhaust Systems Corporation, Packard Hughes Interconnect Company, Specialty Electronics, Inc., and Specialty Electronics International Ltd.

**PLEASE TAKE FURTHER NOTICE** that, as of October 12, 2005, certain mutual funds advised by Capital Research and Management Company (the "funds") as described in attached Exhibit A, beneficially own claims in the aggregate principal amount of \$529,931,045 against the Debtors. The following table sets forth the name of the Debtor issuer, a summary of the terms, and the date on which the funds acquired or otherwise became the beneficial owner of each such Claim:

Debtor Issuer	Terms	Date Acquired
Delphi Corporation	Bonds - 6.5% 08-15-13 (cusip 247126AES)	With the exception \$12,000,000, all acquired within the last 18 months
Delphi Corporation	Bonds - 7.125% 05-01-29 (cusip 247126AC9)	All acquired within the last 18 months
Delphi Corporation	Notes - 6.55% 06-15-06 (cusip 247126AD7)	All acquired within the last 18 months
Delphi Corporation	Notes - 6.5% 05-01-09 (cusip 247126AB1)	All acquired within the last 18 months
Delphi Corporation	Preferred Securities Series A 8.25% 10-15-33 (cusip 24717P207)	All acquired within the last 18 months

(Attach additional page if necessary)

**PLEASE TAKE FURTHER NOTICE** that the taxpayer identification number of the funds is disclosed in attached Exhibit A.

**PLEASE TAKE FURTHER NOTICE** that, under penalties of perjury, Capital Research and Management Company, for and on behalf of certain mutual funds it advises, hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

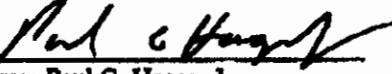
**PLEASE TAKE FURTHER NOTICE** that, pursuant to that certain Order Under 11 U.S.C. §§ 105, 362, And 541 And Bankruptcy Rule 3001 (A) Establishing Notification Procedures Applicable To Substantial Holders Of Claims And Equity Securities And (B) Establishing Notification And Hearing Procedures For Trading In Claims And Equity Securities, this Notice is being (a) filed with the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, and (b) served upon (i) the Debtors, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098-2815, Att'n General Counsel and Chief Tax Officer and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606-1285, Att'n John K. Lyons and Randall G. Reese.

This Notice is given in addition to, and not as a substitute for, any requisite notice under Rule 3001 of the Federal Rules of Bankruptcy Procedure.

Respectfully submitted,

Capital Research and Management  
Company, for and on behalf of  
certain mutual funds it advises  
(Name of Claimholder)

By:

  
Name: Paul G. Hanza, Jr.  
Title: Executive Vice President

Address: 333 South Hope Street, 55<sup>th</sup> floor  
Los Angeles, CA 90071

Attn: Kristine Nishiyama

Telephone: (213) 486-9652

Facsimile: (213) 615-0430

Date: November 11, 2005

**Exhibit A**

**Claims Beneficially Owned by Mutual Funds Advised by  
Capital Research and Management Company**

Fund	Total Principal Claim Amount	Tax I.D.
American Funds Insurance Series - Asset Allocation Fund	\$985,000	95-0882381
American Funds Insurance Series - Bond Fund	\$10,230,000	95-0994555
American Funds Insurance Series - High-Income Bond Fund	\$5,055,000	95-3960825
American High-Income Trust	\$78,998,800	95-6872003
The Bond Fund of America, Inc.	\$14,870,000	95-2884957
Capital Income Builder, Inc.	\$1,200,000	95-4148404
Capital World Bond Fund, Inc.	\$240,000	95-6864454
Capital World Growth and Income Fund, Inc.	\$14,955,000	95-4402670
The Growth Fund of America, Inc.	\$153,690,000	52-0792143
The Income Fund of America, Inc.	\$249,707,245	06-6887264
<b>TOTAL</b>	<b>\$529,931,045</b>	